

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2009-452-C - ORDER NO. 2010-148
FEBRUARY 19, 2010

IN RE: Application of Broadview Networks, Inc. for) ORDER GRANTING
a Certificate of Public Convenience and) REQUEST FOR
Necessity to Provide Resold and Facilities-) EXPEDITED REVIEW
Based Local Exchange Telecommunications) AND APPLICATION FOR
Services in the State of South Carolina, and) AUTHORITY TO
for Flexible Regulation) PROVIDE LOCAL
) EXCHANGE SERVICES

This matter comes before the Public Service Commission of South Carolina (the “Commission”) by way of the Application of Broadview Networks, Inc. (“Broadview” or “the Company”) requesting the authority to provide resold local exchange service in South Carolina. The Commission has previously granted Broadview authority to provide intrastate interexchange telecommunications services within the State of South Carolina in Docket No. 2007-413-C. By this Application, the Company plans to offer local exchange services to South Carolina customers on a resold basis.

Further, Broadview requests that the Commission regulate its local telecommunications services in accordance with the principles and procedures established for flexible regulation in Order No. 98-165 in Docket No. 97-467-C.

The Application of Broadview was filed pursuant to S.C. Code Ann. Section 58-9-280, and the Rules and Regulations of the Commission.

The Commission's Docketing Department instructed Broadview to publish, one time, a prepared Notice of Filing in newspapers of general circulation in the affected areas. The Company complied with this instruction and provided the Commission with proof of publication of the Notice of Filing. A Petition to Intervene was received from the South Carolina Telephone Coalition ("SCTC") on November 25, 2009.

On December 7, 2009, counsel for the SCTC filed with the Commission an executed Stipulation in which Broadview stipulated that it would seek authority only in non-rural local exchange carrier ("LEC") service areas of South Carolina and not provide any local service to any customer located in a rural incumbent's service area, unless and until Broadview provided written notice of its intent at least thirty days prior to the date of the intended service. Broadview also stipulated that it was not asking the Commission to make a finding at this time regarding whether competition is in the public interest for rural areas. Broadview agreed to abide by all State and Federal laws and to participate to the extent that Broadview may be required to do so by the Commission to support universally available telephone service at affordable rates. The SCTC withdrew its opposition to the granting of statewide Certificates of Public Convenience and Necessity to Broadview, provided the conditions contained in the Stipulation are met.

On December 2, 2009, Broadview provided the Commission with the Verified Testimony of Charles C. Hunter, Broadview's Executive Vice President and General Counsel, and evidence that the Company possesses the financial, operational, and managerial resources required to provide high quality local exchange telecommunications services at competitive rates, terms and conditions.

Broadview entered into a Stipulation Agreement with the Office of Regulatory Staff (“ORS”), which was filed with the Commission on December 23, 2009, whereby the Applicant has agreed to make the tariff changes proposed by the ORS. On December 23, 2009, Broadview subsequently filed a Request for Expedited Review.

FINDINGS OF FACT

1. Broadview is organized as a corporation under the laws of the State of New York and is authorized to do business as a foreign corporation in the State of South Carolina by the Secretary of State. The Company’s corporate headquarters are located in Rye Brook, New York.

2. Broadview was authorized to operate as a provider of interexchange telecommunications by this Commission in Docket No. 2007-413-C and now wishes to expand its services to include local exchange services.

3. The Commission finds that Broadview possesses the necessary experience, capability, and financial resources to provide local exchange telecommunications in South Carolina. S.C. Code Ann. Section 58-9-280(B)(1).

4. The Commission finds that Broadview will support universally available telephone service at affordable rates. S.C. Code Ann. Section 58-9-280(B)(4).

5. The Commission further finds that Broadview will provide communications services that will meet the service standards of the Commission. S.C. Code Ann. Section 58-9-280(B)(2).

6. The Commission finds that the provision of local exchange service by Broadview “does not otherwise adversely impact the public interest.” S.C. Code Ann. Section 58-9-280(B)(5).

7. Following Broadview’s execution of a Stipulation with the SCTC, the SCTC withdrew its opposition to the Application. No further protests or Motions for Intervention were filed in this matter. By Broadview’s Request for Expedited Review, the Applicant has waived its right to a formal hearing under S. C. Code Ann. Sec. 58-9-280.

CONCLUSIONS OF LAW

1. The Commission concludes that Broadview possesses the managerial, technical, and financial resources to provide the competitive local exchange telecommunications services as described in its Application.

2. The Commission concludes that Broadview’s “provision of service will not adversely impact the availability of affordable local exchange service.”

3. The Commission concludes that Broadview will participate in the support of universally available telephone service at affordable rates to the extent that Broadview may be required to do so by the Commission.

4. The Commission concludes that Broadview will provide services that will meet the service standards of the Commission.

5. The Commission concludes that the provision of local exchange service by Broadview will not otherwise adversely impact the public interest.

6. Based on the above findings of fact, the Commission determines that a Certificate of Public Convenience and Necessity should be granted to Broadview to provide competitive intrastate local exchange services only to customers located in the non-rural areas of the state. The terms of the Stipulation between Broadview and SCTC are approved, and adopted as a part of this Order. Therefore, any proposal to provide local telecommunications service to rural service areas is subject to the terms of the Stipulation.

7. The Stipulation Agreement reached between ORS and Broadview is approved and is also adopted as part of this Order. Broadview has agreed to make the tariff changes proposed by the ORS.

8. The Commission concludes Broadview's local telecommunications services shall be regulated in accordance with the principles and procedures established for flexible regulation first granted to NewSouth Communications by Order No. 98-165 in Docket No. 97-467-C. Specifically, the Commission adopts for Broadview's competitive local exchange services a rate structure incorporating maximum rate levels with the flexibility for adjustment below the maximum rate levels that will have been previously approved by the Commission. Further, Broadview's local exchange service tariff filings are presumed valid upon filing, subject to the Commission's right within thirty (30) days to institute an investigation of the tariff filing, in which case the tariff filing would be suspended pending further Order of the Commission. Further, any such tariff filings will be subject to the same monitoring process as similarly situated competitive local exchange carriers.

IT IS THEREFORE ORDERED, ADJUDGED AND DECREED THAT:

1. Broadview's Request for Expedited Review is granted on the basis of the facts as stated in this Order and on the basis that Broadview has previously been found fit to provide telecommunications services in South Carolina (See Order No. 2008-439) and the instant Application seeks merely to expand that authority to include local exchange services.

2. A Certificate of Public Convenience and Necessity is granted to Broadview to provide competitive local exchange telecommunications services via resale.

3. The terms of the Stipulation between Broadview and the SCTC are approved and adopted as a part of this Order. The Stipulation is attached as Order Exhibit No. 1. Any proposal to provide competitive local exchange telecommunications services to rural service areas is subject to the terms of this Stipulation.

4. The Stipulation Agreement between ORS and Broadview is approved and adopted as part of this Order. The Agreement is attached as Order Exhibit No. 2. Broadview shall make the tariff changes proposed by ORS in the Agreement.

5. Broadview shall be required to comply with Title 23, Chapter 47, South Carolina Code of Laws Annotated which governs the establishment and implementation of a "Public Safety Communications Center," which is more commonly known as a "911 system" or "911 service." Services available through a 911 system include law enforcement, fire, and emergency medical services. In recognition of the necessity of quality 911 services being provided to the citizens of South Carolina, the Commission hereby instructs Broadview to contact the appropriate authorities regarding 911 service in

the counties and cities where Broadview will be operating. Contact with the appropriate 911 service authorities is to be made before providing voice or dial tone telephone service in South Carolina. Accompanying this Order is a memo from the State 911 Office of Research & Statistics of the South Carolina Budget and Control Board. This memo provides information about contacting County 911 Coordinators. By this Order and prior to providing voice or dial-tone services in South Carolina, Broadview is directed to contact the 911 Coordinator in each county, as well as the 911 Coordinator in each city where the city has its own 911 system, and shall provide information regarding the Company's operations as required by the 911 system.

6. If it has not already done so by the date of issuance of this Order, Broadview shall prior to offering local exchange services in South Carolina file its revised tariff, within 30 days of receipt of this Order, utilizing the Commission's e-filing system for tariffs. The revised tariff should be electronically filed in a text searchable PDF format using the Commission's DMS System (<http://dms.psc.sc.gov>). An additional copy should be sent via email to etariff@psc.sc.gov to be included in the Commission's ETariff System (<http://etariff.psc.sc.gov>). Future revisions to the tariff should be made using the ETariff System. The revised tariff shall be consistent with the findings of this Order and shall be consistent with the Commission's Rules and Regulations.

7. Broadview is required to file annual financial information in the form of annual reports and gross receipts reports as required by the Commission. The annual report and the gross receipt report will necessitate the filing of South Carolina specific information. Therefore, Broadview shall keep financial records on its South Carolina

operations to comply with the annual report and a gross receipts report. The proper form for filing annual financial information can be found on the Commission's website or at the ORS's website at www.regulatorystaff.sc.gov. The title of this form is "Telecommunications Company Annual Report." This form shall be utilized by the Applicant to file annual financial information as directed by the Commission or ORS and shall be filed no later than April 1st.

Commission gross receipts forms are due to be filed no later than August 31st of each year. The proper form for filing gross receipts information can be found at the ORS website www.regulatorystaff.sc.gov and the appropriate form is entitled "Gross Receipts Form."

Each telecommunications company certified in South Carolina is required to file annually with the ORS the South Carolina Universal Service Fund Contribution ("USF") worksheet, which may be found on the ORS's website at www.regulatorystaff.sc.gov. This worksheet provides ORS information required to determine each telecommunications company's liability to the State USF fund. The State USF worksheet is due to be filed annually no later than July 1st with the ORS.

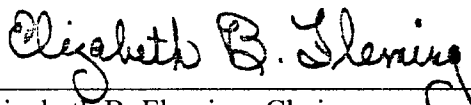
8. Broadview shall conduct its business in compliance with Commission decisions and Orders, both past and future.

9. By its Application, Broadview requested a waiver of 26 S.C. Code Ann. Regs. 103-610 requiring the Company to maintain its financial books and records within the State of South Carolina. However, as a condition of being granted a waiver of the requirement to maintain corporate books and records within the State of South Carolina,

Broadview is authorized to maintain its books and records at its principal place of business, and Broadview shall make such books and records available, at the Company's expense, to the Commission staff or the Office of Regulatory Staff upon request. The Company is directed to comply with all Rules and Regulations of the Commission, unless the Commission specifically waives compliance with a regulation.

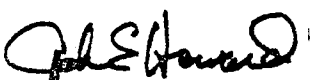
10. This Order shall remain in full force and effect until further Order of the Commission.

BY ORDER OF THE COMMISSION:



Elizabeth B. Fleming, Chairman

ATTEST:



John E. Howard, Vice Chairman

(SEAL)

STATE OF SOUTH CAROLINA
State Budget and Control Board
OFFICE OF RESEARCH & STATISTICS

MARK SANFORD, CHAIRMAN
GOVERNOR

GRADY L. PATTERSON, JR.
STATE TREASURER

RICHARD ECKSTROM
COMPTROLLER GENERAL



HUGH K. LEATHERMAN, SR.
CHAIRMAN, SENATE FINANCE COMMITTEE

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EXECUTIVE DIRECTOR

REMBERT C. DENNIS BUILDING
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COLUMBIA, SOUTH CAROLINA 29201

Bobby Bowers
DIRECTOR

August 2, 2004

To: Telephone Companies New to South Carolina

In an effort to continue providing quality emergency services to the citizens of South Carolina, the State 911 Office requests that before beginning telephone services in a county, you contact the 911 Coordinator in that county. This will allow both parties to obtain important information about providing 911 services in that county. If you have already begun services, then contact the coordinator as soon as possible.

A list of County 911 Coordinators can be found on the South Carolina E911 homepage at www.ors.state.sc.us/digital/E-911.ASP. If you have any questions related to 911 in South Carolina, you may contact E911 Coordinations at the Office of Research and Statistics at 803-734-3883. The person responsible for this can also be found on the 911 homepage. Please be aware that some cities may have their own E911 systems, these are also listed on the 911 homepage. These city coordinators will need to be contacted in addition to the county coordinators.

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BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA

Docket No. 2009-452-C

Re: Application of Broadview Networks, Inc. for a)
Certificate of Public Convenience and Necessity)
to Provide Resold and Facilities-based Local)
Exchange Telecommunications Services in the)
State of South Carolina)
_____)

STIPULATION

The South Carolina Telephone Coalition ("SCTC") (see attachment "A" for list of companies) and Broadview Networks, Inc. ("Broadview") hereby enter into the following stipulations. As a consequence of these stipulations and conditions, SCTC does not oppose Broadview's Application. SCTC and Broadview stipulate and agree as follows:

1. SCTC does not oppose the granting of a statewide Certificate of Public Convenience and Necessity to Broadview, provided the South Carolina Public Service Commission ("Commission") makes the necessary findings to justify granting of such a certificate, and provided the conditions contained within this stipulation are met.

2. Broadview stipulates and agrees that any Certificate which may be granted will authorize Broadview to provide service only to customers located in non-rural local exchange company ("LEC") service areas of South Carolina, except as provided herein.

3. Broadview stipulates that it is not asking the Commission to make a finding at this time regarding whether competition is in the public interest for rural areas.

4. Broadview stipulates and agrees that it will not provide any local service, by its own facilities or otherwise, to any customer located in a rural incumbent LEC's service area, unless and until Broadview provides such rural incumbent LEC and the Commission with written notice of its

intent to do so at least thirty (30) days prior to the date of the intended service. During such notice period, the rural incumbent LEC will have the opportunity to petition the Commission to exercise all rights afforded it under Federal and State law. Also, Broadview acknowledges that the Commission may suspend the intended date for service in rural LEC territory for ninety (90) days while the Commission conducts any proceeding incident to the Petition or upon the Commission's own Motion, provided that the Commission can further suspend the implementation date upon showing of good cause.

5. Broadview stipulates and agrees that, if Broadview gives notice that it intends to serve a customer located in a rural incumbent LEC's service area, and either (a) the Commission receives a Petition from the rural incumbent LEC to exercise its rights under Federal or State law within such 30-day period, or (b) the Commission institutes a proceeding of its own, then Broadview will not provide service to any customer located within the service area in question without prior and further Commission approval.

6. Broadview acknowledges that any right which it may have or acquire to serve a rural telephone company service area in South Carolina is subject to the conditions contained herein, and to any future policies, procedures, and guidelines relevant to such proposed service which the Commission may implement, so long as such policies, procedures, and guidelines do not conflict with Federal or State law.

7. The parties stipulate and agree that all rights under Federal and State law are reserved to the rural incumbent LECs and Broadview, and this Stipulation in no way suspends or adversely affects such rights, including any exemptions, suspensions, or modifications to which they may be entitled.

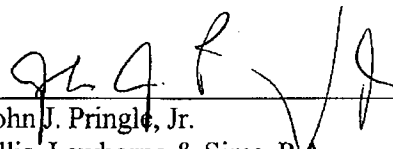
8. Broadview agrees to abide by all State and Federal laws and to participate, to the extent it may be required to do so by the Commission, in the support of universally available telephone service at affordable rates.

9. Broadview hereby amends its application and its prefiled testimony in this docket to the extent necessary to conform with this Stipulation.

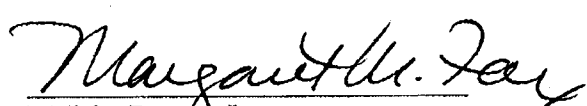
AGREED AND STIPULATED to this 4th day of December, 2009.

Broadview Networks, Inc.

South Carolina Telephone Coalition:


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Attorneys for the South Carolina Telephone
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ATTACHMENT A

South Carolina Telephone Coalition Member Companies
for Purposes of Local Service Stipulation

Chesnee Telephone Company

Chester Telephone Company

Farmers Telephone Cooperative, Inc.

Ft. Mill Telephone Company

Home Telephone Company, Inc.

Lancaster Telephone Company

Lockhart Telephone Company

McClellanville Telephone Company

Norway Telephone Company

Palmetto Rural Telephone Cooperative, Inc.

Piedmont Rural Telephone Cooperative, Inc.

Pond Branch Telephone Company

Ridgeway Telephone Company

Rock Hill Telephone Company

Sandhill Telephone Cooperative, Inc.

St. Stephen Telephone Company

West Carolina Rural Telephone Cooperative, Inc.

Williston Telephone Company

BEFORE
THE PUBLIC SERVICE COMMISSION OF
SOUTH CAROLINA
DOCKET NO. 2009-452-C

In Re:)	
Application of Broadview Networks)	
Incorporated for a Certificate of Public)	STIPULATION AGREEMENT
Convenience and Necessity to Provide)	
Resold and Facilities-Based Local)	
Exchange Telecommunications Services)	
in the State of South Carolina, and for)	
Flexible Regulation)	

This Stipulation Agreement (“Stipulation Agreement”) is made by and among the Office of Regulatory Staff (“ORS”) and Broadview Networks, Inc. (“Broadview” or the “Corporation”) (collectively referred to as the “Parties” or sometimes individually as “Party”);

WHEREAS, on October 22, 2009, Broadview filed its Application requesting (i) a Certificate of Public Convenience and Necessity be granted authorizing Broadview to provide resold and facilities based local exchange services throughout the State of South Carolina, pursuant to S.C. Code Ann. §58-9-280(B), as amended, 26 S.C. Reg. 103-823 and Section 253 of the Telecommunications Act of 1996; (ii) flexible regulation of its local exchange services, consistent with Order No. 98-165 in Docket No. 97-467-C; and (iii) for waiver of certain Public Service Commission of South Carolina (“Commission”) Regulations;

WHEREAS on October 27, 2009, the Commission issued a Notice of Filing and Hearing and established a return date of November 25, 2009, for the filing of letters of protest or petitions to intervene and established a hearing date of January 6, 2010, for the application to be heard before hearing examiner Randall Dong, Esquire;

WHEREAS, on December 2, 2009, the Corporation filed the verified direct testimony of Charles C. Hunter with the Commission;

WHEREAS, the purpose of this proceeding is to review the application filed by Broadview and its requests (i) for a Certificate of Public Convenience and Necessity to provide resold and facilities based local exchange within the State of South Carolina; (ii) for flexible regulation of its local exchange services and (iii) for waiver of certain regulations of the Public Service Commission of South Carolina ("Commission"), specifically Regulations 103-610 and 103-612.2.3;

WHEREAS, since the filing of the notice, ORS has conducted a review of the technical, managerial, and financial expertise of Broadview to provide the services requested in the Application;

WHEREAS, ORS has reviewed the Application, the testimony of Mr. Hunter, and the financial data provided by Broadview, and ORS has calculated certain performance ratios based upon information provided by Broadview;

WHEREAS, ORS has investigated the services to be offered by Broadview and its intended customer service plans;

WHEREAS, ORS has reviewed the proposed tariffs submitted by Broadview;

WHEREAS, as a result of its investigations, ORS has determined (a) Broadview intends to offer resold and facilities based local services; (b) the officers of Broadview possess sufficient technical and managerial abilities to adequately provide the services applied for; (c) Broadview's proposed tariff with the amendments as agreed to in this Stipulation Agreement comply with Commission statutes and regulations; (d) the provision of services by Broadview will not adversely impact the availability of affordable telecommunications services; and (e) to the extent

it is required to do so by the Commission, Broadview will participate in the support of universally available telephone service at affordable rates;

WHEREAS, to ensure compliance with the Commission's statutes and regulations, the Parties have agreed to the following comprehensive settlement of all issues in this docket;

WHEREFORE, in the spirit of compromise, the Parties hereby stipulate and agree to the following terms and conditions:

1) The Parties agree to submit into the record before the Commission this Stipulation Agreement. The Parties also agree to stipulate to the filed verified direct testimony of the Corporation's witness Charles C. Hunter without cross-examination by ORS. ORS does not object to this application being submitted for expedited review by the Commission without a formal hearing.

2) The Corporation has requested a waiver of 26 S.C. Code Ann. Regs. 103-610 concerning the location of books and records. However, S.C. Code Ann. §58-9-380 (Supp. 2008) provides that:

Each telephone utility shall have an office in one of the counties of this State in which its property or some part thereof is located and shall keep in such office all such books, accounts, papers and records as shall reasonably be required by the Office of Regulatory Staff. No books, accounts, papers or records required by the ORS to be kept within the State shall be removed at any time from the State except upon such conditions as may be prescribed by the Office of Regulatory Staff.

ORS is agreeable to allowing the Corporation to maintain its books and records outside of the State of South Carolina in exchange for the Corporation agreeing to provide access to its books and records. ORS is agreeable to the Corporation maintaining its books and records at its principal offices in Rye Brook, New York and the Corporation agrees to notify the ORS of any change in the location of the principal office or in the location where the books and records are

maintained. This provision of the Stipulation Agreement shall not be construed as a waiver by ORS of S.C. Code Ann. § 58-4-55 (Supp. 2008) or § 58-9-1070 (Supp. 2008). ORS expressly reserves its rights to require the production of books, records and other information located within or outside of the State of South Carolina in order to carry out its duties and compliance with any state or federal regulation;

3) The Corporation agrees to keep its books, papers, and records in such a manner that permits ORS to audit revenues and expenses associated with its South Carolina operations for compliance with programs such as but not limited to the Universal Service Fund ("USF"), the Interim LEC Fund, and gross receipts. The Corporation agrees that its books, papers and records shall be maintained in a manner such that Corporation revenues and expenditures related to its operations in South Carolina can be segregated from revenues and expenditures related to operations in other jurisdictions and that South Carolina jurisdictional revenues and expenditures may be reconciled to total Corporation revenues and expenditures from operations in all jurisdictions. The Corporation agrees to complete the reporting forms for such programs as, but not limited to, the annual report, USF, dual party relay service fund, Interim LEC, and gross receipts as may be required by the ORS of telecommunications companies certificated to operate within South Carolina and as the reporting forms may be amended from time to time;

4) ORS does not oppose the Corporation's request for waiver of 26 S.C. Code Ann. Regs. 103-612.2.3 which requires the filing of operating maps. However, should the Corporation establish local exchange service areas which differ from those of the incumbent local exchange carriers, the Corporation agrees it will notify the Commission and ORS of the change and file updated service maps;

5) ORS does not oppose Broadview's requests for flexible regulation of its local exchange services consistent with the procedures described and set forth in Order No. 98-165 in Docket No. 97-467-C. Flexible regulation includes (i) adoption of a competitive rate structure incorporating maximum rate levels with the flexibility for rate adjustment below the maximum rate levels and (ii) presumptively valid tariff filings upon filing subject to an investigation of such tariff filing being instituted within thirty (30) days.

6) Broadview agrees to resell the services only of those local exchange providers authorized to do business in South Carolina by the Commission;

7) Broadview agrees that it will allow an end-user of resold services to access an alternative interexchange carrier or operator service provider if the end-user expresses such a desire;

8) Broadview agrees to file necessary financial information as directed by the Commission or ORS for universal service fund reporting, dual party relay service fund reporting, interim LEC fund reporting, annual reporting, gross receipts reporting, and/or any other reporting which may now or in the future be applicable to telecommunications providers such as Broadview. The Parties agree that such reports shall be filed pursuant to ORS' instructions and monies shall be remitted in accordance with the directions of the ORS and/or the Commission.

9) Broadview agrees to maintain its books and records in a manner that would permit ORS to examine any of Broadview's reports filed with the Commission and provided to ORS.

10) Broadview agrees to file with the Commission and ORS a completed authorized utility representative forms within thirty (30) days of the Commission's order.

11) Broadview agrees to comply with Commission Regulation 103-607 in that it will obtain a bond, irrevocable letter of credit, or certificate of deposit per the Commission's request if Broadview provides pre-paid local exchange services.

12) Broadview agrees to comply with the verification regulations governing change of preferred carriers as established by the Federal Communications Commission ("FCC"). Broadview agrees to comply with the marketing practices and guidelines established by the Commission in Order No. 95-658;

13) Broadview agrees to comply with South Carolina Code Section § 58-9-300 entitled "Abandonment of Service." Additionally, to the extent applicable, Broadview agrees to adhere to the FCC rules 47 C.F.R. § 64.1190 and 64.1130 regarding preferred carrier freezes and the requirement that the form of the written authorization for the institution of the freeze be a separate or easily separable document. Prior to abandonment of service, Broadview shall remove any preferred carrier freeze so as to enable consumers to seamlessly transfer their telephone numbers to another provider;

14) To the extent necessary, Broadview agrees to engage in good faith negotiations with non-BellSouth incumbent local exchange carriers whose networks interconnect with BellSouth at the same local tandem regarding traffic exchange;

15) Broadview agrees to comply with Title 23, Chapter 47 of the South Carolina Code Annotated, which governs the establishment and implementation of a "Public Safety Communications Center," also known as 911 services." Broadview agrees to contact the appropriate authorities regarding 911 services in the counties and cities where Broadview will be operating prior to initiating local service in South Carolina and shall provide the 911 coordinator in each county and/or city with information regarding Broadview's operations.

16) Broadview agrees to comply with all rules and regulations of the Commission unless the Commission has expressly waived such rule or regulation;

17) Broadview agrees to file a final revised tariff with both the ORS and the Commission within 30 days of the Commission's order granting Broadview's application and the revised tariff shall reflect and be in accordance with ORS' recommendations.

18) "Corporation" shall file its revised tariff within thirty (30) days of receipt of this Order utilizing the Commission's e-filing system for tariffs. The revised tariff should be electronically filed in a text searchable PDF format using the Commission's DMS System (<http://dms.psc.sc.gov>). An additional copy should be sent via email to etariff@psc.sc.gov to be included in the Commission's ETariff System (<http://etariff.psc.sc.gov>). Future revisions to the tariff should be made using the ETariff System. The revised tariff shall be consistent with the findings of this Order and shall be consistent with the Commission's Rules and Regulations.

19) ORS is charged by law with the duty to represent the public interest of South Carolina pursuant to S.C. Code § 58-4-10 (B). S.C. Code § 58-4-10(B)(1) through (3) read in part as follows:

... 'public interest' means a balancing of the following:

- (1) concerns of the using and consuming public with respect to public utility services, regardless of the class of customer;
- (2) economic development and job attraction and retention in South Carolina; and
- (3) preservation of the financial integrity of the State's public utilities and continued investment in and maintenance of utility facilities so as to provide reliable and high quality utility services.

ORS believes the Stipulation Agreement reached among the Parties serves the public interest as defined above;

20) The Parties agree to advocate that the Commission accept and approve this Stipulation Agreement in its entirety as a fair, reasonable and full resolution of all issues in the above-captioned proceeding and that the Commission take no action inconsistent with its adoption. The Parties further agree to cooperate in good faith with one another in recommending to the Commission that this Stipulation Agreement be accepted and approved by the Commission. The Parties agree to use reasonable efforts to defend and support any Commission order issued approving this Stipulation Agreement and the terms and conditions contained herein.

21) The Parties agree that signing this Stipulation Agreement will not constrain, inhibit, impair or prejudice their arguments or positions held in other collateral proceedings, nor will it constitute a precedent or evidence of acceptable practice in future proceedings. If the Commission declines to approve the Stipulation Agreement in its entirety, then any Party desiring to do so may withdraw from the Stipulation Agreement in its entirety without penalty or obligation.

22) This Stipulation Agreement shall be interpreted according to South Carolina law.

23) The Parties represent that the terms of this Stipulation Agreement are based upon full and accurate information known as of the date this Stipulation Agreement is executed. If, after execution, either Party is made aware of information that conflicts, nullifies, or is otherwise materially different than that information upon which this Stipulation Agreement is based, either Party may withdraw from the Stipulation Agreement with written notice to the other Party.

24) The above terms and conditions fully represent the agreement of the Parties hereto. Therefore, each Party acknowledges its consent and agreement to this Stipulation Agreement by affixing its signature or by authorizing counsel to affix his or her signature to this

document where indicated below. Counsel’s signature represents his or her representation that his or her client has authorized the execution of the agreement. Facsimile signatures and email signatures shall be as effective as original signatures to bind any party. This document may be signed in counterparts, with the original signature pages combined with the body of the document constituting an original and provable copy of this Stipulation Agreement. The Parties agree that in the event any Party should fail to indicate its consent to this Stipulation Agreement and the terms contained herein, then this Stipulation Agreement shall be null and void and will not be binding on any Party.

WE AGREE:

Representing the Office of Regulatory Staff

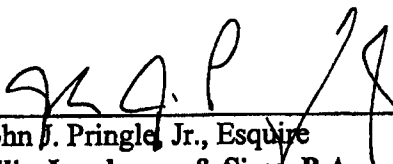


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